



NRUC
CORPORATION

100 NORTH TWENTIETH STREET
SECOND FLOOR
PHILADELPHIA, PA 19103
215 • 569 • 2220

16181
REGISTRATION NO. _____ FILE NO. _____

FEB 1 1989 1:40 PM

INTERSTATE COMMERCE COMMISSION

9-032A163
Date 2/1/89
Fee \$ 143.00

ICC Washington, D. C.

January 30, 1989

Interstate Commerce Commission
12th & Constitution Avenues, North-West
Washington, D. C. 20423

9-032A163

Attention: Ms. Lee, Room 2303

Dear Ms. Lee:

Enclosed herewith is the fully executed original and two copies to be recorded pursuant to Section 11303 of Title 49 of the United States Code.

This document is a Bill of Sale between NRUC Corporation and Bank of New England, 28 State Street, Boston, Mass. 02109.

A fee of \$13.00 is enclosed, please return fully executed copies to my attention at NRUC Corporation, 100 N. 20th Street, Second Floor, Philadelphia, Pa. 19103

Sincerely,

John A. Mariscotti
John A. Mariscotti
President

JAM/bar

• enclosure

Florence D. McKens
Consent

Interstate Commerce Commission

Washington, D.C. 20423

2/1/89

OFFICE OF THE SECRETARY

John A. Mariscotti

President

NRUC Corporation

100 North 20th St. 2nd Floor

Philadelphia, PA. 19103

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/1/89 at 1:40pm, and assigned recordation number(s). 15517-NN, 10476-E, 15517-00, 10487-E, 10472-C 10491-E

10474-E

Sincerely yours,

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Nanta L. McGee

Secretary

Enclosure(s)

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RECORDATION NO. _____ PAGE 222

FEB 1 1989 1 48 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

For valuable consideration, receipt of which is hereby acknowledged, Bank of New England, N.A. ("Seller") hereby sells to NRUC Corporation ("Buyer") all of its right, title and interest in and to the boxcars identified on the attached Exhibit A (the "Boxcars").

Seller hereby represents and warrants to Buyer that it has good, valid and marketable title to the Boxcars pursuant to a properly conducted foreclosure upon a valid and enforceable security interest therein.

The Boxcars are sold "as is" and "where is," and without warranty or representation of any kind, whether express or implied. IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE ARE HEREBY EXPRESSLY EXCLUDED.

Executed as an instrument under seal this 26th day of January, 1989.

BANK OF NEW ENGLAND, N.A.

Attest:

J. D. Hayes
Assistant Vice President
Title:

By

[Signature]
Title: VICE PRESIDENT

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss.

January 26, 1989

On this 26 day of January, 1989 before me personally appeared the above-named M. J. Pullinger, to me personally known, who being by me duly sworn, said that he/she is a Vice President of Bank of New England, N.A., that the foregoing instrument was signed and sealed on behalf of said bank by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

Denise Lynn Bortugno
Notary Public

My commission expires: September 21, 1995

8751c

EXHIBIT A TO BILL OF SALE
OF
BANK OF NEW ENGLAND, N.A.
in favor of
NRUC CORPORATION
dated
January 26, 1989

<u>Original Car Number</u>	<u>Present Car Number</u>
PT 201199	NSL 201199
PT 201200	ICG 501632
PT 201201	ICG 502124
PT 201202	ICG 501639
PT 201203	ICG 501628
PT 201204	MISS 201204
PT 201205	ICG 502132
PT 201206	ICG 501629
PT 201207	WLO 502852
PT 201208	PAL 701202
PT 201222	CN 418105
PT 201223	CN 418106
PT 201225	CN 418107
PT 201227	CN 418108
PT 201228	CN 418109
PT 201231	CN 418110
PT 201235	CN 418111
PT 201237	CN 418112
PT 201219	WLO 502853
PT 201220	NSL 201220
PT 201221	ICG 502216
PT 201224	WLO 502866
PT 201226	PAL 701200
PT 201229	WLO 502854
PT 201230	ICG 501637
PT 201232	ICG 501640
PT 201233	ICG 501636
PT 201234	WLO 502855
PT 201236	WLO 502856
PT 201240	MISS 201240
PT 201242	MISS 502218
PT 201243	MISS 502219
PT 201244	WLO 502872
NSL 151451	ICG 501641
NSL 151457	CN 418099
NSL 151461	MISS 151461
NSL 151462	NSL 502126